

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re	)	Chapter 11
W. R. GRACE & CO., <u>et al.</u> , <sup>1</sup>	)	Case No. 01-01139 (JKF)
	)	(Jointly Administered)
	)	
Debtors.	)	Objecton Deadline: June 27, 2011, at 4:00 p.m.
	)	Hearing Date: TBD only if necessary

**FEE DETAIL FOR KIRKLAND & ELLIS LLP'S MONTHLY FEE APPLICATION  
FOR THE PERIOD FROM APRIL 1, 2011 THROUGH APRIL 30, 2011**

<sup>1</sup> The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company and H-G Coal Company.

# **EXHIBIT A**

**Matter 16 - Asset Analysis and Recovery - Fees**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
4/14/2011	Lisa G Esayian	.50	Correspond with B. Horkovich re insurance proceeds issues.
4/25/2011	Lisa G Esayian	.60	Review requests from M. Garbowski re Midland insurance recovery (.2); correspond with R. Finke re same (.4).
	Total:	1.10	

**Matter 19 - Claims Analysis Objection and Resolution (Non-Asbestos) - Fees**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
4/8/2011	Adam C Paul	1.60	Analyze and revise Georgia environmental motion (1.4); correspond with J. Baer re same (.2).
4/19/2011	Jeffrey Gettleman	.80	Confer and correspond with A. Rosenberg re creditor inquiry (.4); correspond with K. Love re Grace claims register (.2); confer with M. Araki re A. Rosenberg claims (.2).
	Total:	2.40	

**Matter 21 - Claims Analysis Objection and Resolution (Asbestos) - Fees**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
4/8/2011	Lisa G Esayan	1.00	Review and provide comments re proposed motion and settlement agreement re State of California asbestos PD claims.
	Total:	1.00	

**Matter 30 - Hearings - Fees**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
4/18/2011	Adam C Paul	.90	Participate in omnibus hearing telephonically.
4/18/2011	John Donley	1.00	Attend omnibus hearing telephonically.
	Total:	1.90	

**Matter 32 - Fee Applications, Applicant - Fees**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
4/1/2011	Deanna D Boll	1.10	Confer with T. Wallace and edit February fee application.
4/5/2011	Deanna D Boll	.70	Edit and revise fee application.
4/6/2011	John Donley	1.00	Analyze and revise K&E February fee application.
4/7/2011	Deanna D Boll	.30	Review 39th interim fee report from B. Ruhlander.
4/8/2011	Maureen McCarthy	2.30	Draft and finalize February fee application for filing and service.
4/13/2011	Deanna D Boll	.10	Confer with M. McCarthy re January fees and CNO related to same.
4/14/2011	Deanna D Boll	.70	Confer with J. Donley re fee auditor inquiry (.2); confer with T. Wallace re March fee application and edit same (.5).
4/14/2011	John Donley	.20	Confer with D. Boll re March fee application issues.
4/15/2011	Deanna D Boll	1.70	Confer with T. Wallace and M. McCarthy re fee auditor inquiry (.2); edit March fee application (1.5).
4/18/2011	Deanna D Boll	.20	Confer with T. Wallace re fee auditor inquiry.
4/21/2011	Deanna D Boll	1.20	Draft memorandum to fee auditor re 39th interim fee application and confer with J. Donley re same.
4/22/2011	Adam C Paul	.30	Correspond with J. Donley and T. Wallace re March fee application.
4/23/2011	John Donley	1.00	Review and edit K&E March fee application.
4/27/2011	Maureen McCarthy	1.20	Draft March fee application.
4/28/2011	Maureen McCarthy	.80	Revise and finalize March fee application for filing and service.
	Total:	12.80	

**Matter 37 - Plan and Disclosure Statement - Fees**

<b><u>Date</u></b>	<b><u>Name</u></b>	<b><u>Hours</u></b>	<b><u>Description</u></b>
4/1/2011	Kimberly K Love	9.30	Prepare and organize recently filed statements of issues for appeal per J. Donley request (2.0); review and edit joint appendix for accuracy for upcoming filing (7.3).
4/1/2011	Deanna D Boll	5.80	Confer with J. Donley re joint record and confer with appellants re same (1.1); finalize edits to joint record and coordinate with J. O'Neill re filing (3.2); draft notice of filing joint record and confer with J. Baer, L. Esayan, A. Paul, and co-proponents re same (1.3); confer with M. Shelnitz re joint record (.1); confer with B. Harding re Libby designation (.1).
4/1/2011	Adam C Paul	3.20	Analyze and revise joint record (.9); analyze statements of issues (.7); correspond with working group re same (.4); correspond with M. Shelnitz re tax letter (.3); analyze standard of review and counter statements (.9).
4/1/2011	Britt C Grant	1.50	Confer with C. Landau re standard of review (.2); analyze statements of issues (.5); research legal issues re standard of review (.8).
4/1/2011	John Donley	5.60	Continue analysis and outlining of strategic settlement issues (1.0); confer with M. Shelnitz re same (.3); confer and correspond with D. Boll re final disputed joint index issues and resolution of same (1.0); review and revise joint index (.8); review appellate filings (1.0); review research and correspond with C. Landau, L. Esayan, D. Boll and A. Paul re cross-statements, remedies and potential actions re improper, unsupported or not-raised statements of issues (1.5).
4/1/2011	Lisa G Esayan	4.00	Analyze BNSF's statement of issues, objections and briefs filed by BNSF in confirmation proceedings (2.5); correspond with FCR's and ACC's counsel re same (.8); review various appellants' statement of issues on appeal (.7).
4/1/2011	Christopher Landau, P.C.	2.50	Review confirmation pleadings in light of upcoming appeals (2.1); confer with B. Grant re same (.2); correspond with team re same (.2).
4/1/2011	Gayle M Lodygowski	6.70	Update and revise joint appendix (4.7); prepare and transmit daily docket updates (1.3); update pleading database with current docket entries (.7).



<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
4/2/2011	Kimberly K Love	8.30	Review and edit documents and citations on joint record for accuracy.
4/2/2011	John Donley	2.40	Review, analyze and draft outline, summary and comments re statements of issues on appeal.
4/3/2011	Jeffrey Gettleman	1.40	Review correspondence from J. Donley re statements of issue on appeal and counterdesignations of items on appellate record (.1); review correspondence from A. Paul re research questions re effectiveness of trusts and other effective date questions (.3); correspond with A. Paul re same (.2); correspond with B. Weiland re same (.1); correspond with A. Paul re BNSF appeal issues (.1); correspond with I. Hasbani re same (.1); correspond with P. Keshvani re same (.1); confer with S. Gross re same (.2); review and analyze Garlock statement of issues on appeal (.2).
4/3/2011	Adam C Paul	4.80	Analyze statement of issues (2.1); correspond with J. Donley re same (1.2); analyze warrant agreement (.6); confer with J. Donley re status and appellate strategy (.9).
4/3/2011	Samuel M Gross	1.50	Legal research re waiver of issues on appeal.
4/3/2011	John Donley	2.50	Confer with A. Paul re strategic plan issues and next steps re same (1.0); revise summary of statements of issues (.5); draft memorandum to K&E team re appellate issues and procedures and legal issues relating to deficiencies in statements of issues of appeal and MCC issues (1.0).
4/3/2011	Lisa G Esayian	2.50	Analyze appellants' 4/1 statements of issues on appeals (1.0); review J. Donley comments and questions re same (.3); prepare counter-designations to Anderson Memorial's designations (1.2).
4/4/2011	Megan M Kokontis	.90	Review and analyze recent material filings and draft summary re same.
4/4/2011	Kimberly K Love	9.30	Confer with team re upcoming events and deadlines (.3); prepare and organize materials re warrants per J. Donley request (1.0); obtain case management order and plan materials requested by A. Paul (.5); prepare and organize documents and citations to joint record for upcoming filing (7.5).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
4/4/2011	Deanna D Boll	8.30	Analyze statements of issue on appeal and consider same for briefing (5.4); confer with L. Casey (BNSF) re trial brief (.2); review AMH additional designation and confer with L. Esayian re same (.8); confer with D. Turetsky re designations (.7); confer with J. Donley re additional designations (.2); confer with J. O'Connell (Blackstone) re warrant agreement (.3); participate in K&E/Baer call re appeals (.4); confer with J. Koski (C&D) re designations (.3).
4/4/2011	Jeffrey Gettleman	2.00	Confer with S. Gross re research re BNSF appeal issues (.4); correspond with J. Donley re appellate issues (.1); review and analyze Garlock statement of issues on appeal (.3); review Garlock pre-confirmation briefing re issues raised on appeal (.5); review S. Gross analysis of certain appeal issues (.3); correspond with S. Gross re same (.1); correspond with A. Paul re same (.1); review correspondence from B. Weiland re "partial confirmation" in JT Thorpe bankruptcy case (.1); correspond with A. Paul re same (.1).
4/4/2011	Adam C Paul	6.70	Confer with J. Donley re plan and warrant agreement (.6); confer with plan proponents re appeal (.7); confer with K&E working group re appeal (.8); confer with R. Finke re medicare question (.6); analyze issues re same (.9); prepare for conference re appellate strategy (1.2); analyze warrant agreement and plan (1.2); confer with J. Sprayregen re warrant agreement (.5); analyze agenda (.2).
4/4/2011	Samuel M Gross	3.10	Analyze issues re BNSF appeal (2.3); draft summary re same (.8).
4/4/2011	Britt C Grant	1.10	Confer with C. Landau and J. Donley re standard of review (.3); review case documents (.8).
4/4/2011	Brad Weiland	3.80	Research confirmation and consummation precedent (3.5); correspond with J. Gettleman re same (.3).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
4/4/2011	John Donley	9.10	Revise chart/summary of appellate filings and potential challenges and responses (.7); draft memorandum to M. Shelnitz re same (.4); confer and correspond with D. Boll re AMH, Libby and bank issues and counter-statements or counterdesignations to be considered for filing by April 5 deadline (.6); outline counterdesignation pleading (.3); confer with A. Paul and C. Landau re appellate issues (.3); confer with P. Lockwood, R. Frankel, R. Wyron, A. Paul, J. Baer and C. Landau re appellate issues and April 5 filing (.3); confer with C. Landau re standard of review (.2); confer with D. Boll, L. Esayian, J. Brooks, A. Paul, J. Gettleman, K. Love and J. Baer re appellate filings (.5); confer and correspond with A. Paul re appellate issues (.3); review and analyze plan ex. 32 and related plan provisions (1.0); draft summary/outline re same (.4); confer with S. Falk, A. Paul and J. Sprayregen re plan ex. 32
4/4/2011	Lisa G Esayian	4.10	Correspond with R. Finke and H. Gershman (Anderson Kill) re information to be provided to insurer English & American (.4); confer with J. Donley, A. Paul, D. Boll and K. Love re issues re appellants' statements of issues on appeal and potential Grace counter-designations of items for record (.5); revise K. Love's draft list of counter-designations (.2); work on issues re BNSF's statement of issues for appeal and review confirmation hearing testimony re same (3.0).
4/4/2011	R Scott Falk, P.C.	1.50	Confer with J. Donley, A. Paul and J. Sprayregen re warrants (.5); review documentation re same (1.0).
4/4/2011	Christopher Landau, P.C.	1.90	Confer with entire plan proponent team re appeals from confirmation order (1.2); follow up with internal K&E team (.7).
4/4/2011	Gayle M Lodygowski	1.40	Prepare and transmit daily docket updates (.9); update pleading database with current docket entries (.5).
4/4/2011	James H M Sprayregen, P.C.	.70	Attention to strategy and tactics re appeal.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
4/5/2011	Kimberly K Love	9.30	Prepare and organize materials re Appellees' counter designated exhibits including documents and index to such materials for upcoming filing (4.8); obtain certificate of no objection as requested by Ogilvy (.5); prepare and organize materials to be forwarded to B. Weiland re securities per A. Paul request (2.5); prepare and organize materials filed with district court for inclusion into case files (1.5).
4/5/2011	Deanna D Boll	8.20	Draft counter designation of record and notice of same (2.8); confer with co-proponents, L. Esayian J. Donley, et al. re same (.7); confer with J. O'Neill re same (.2); draft arguments for appellee brief and review statements of issues on appeal re same (4.5).
4/5/2011	Jeffrey Gettleman	1.20	Correspond with A. Paul re Thorpe partial consummation research (.1); confer with A. Paul re plan and appeal issues (.4); review correspondence from A. Paul re Thorpe partial consummation research (.1); correspond with B. Weiland re same (.1); review correspondence from B. Weiland to J. Donley re prepayment memorandum (.1); review correspondence from B. Weiland to A. Paul re precedential Combustible Engineering pleadings (.1); review correspondence from A. Paul re precedential materials (.1); correspond with A. Paul, J. Donley and J. Baer re warranty research issue (.2).
4/5/2011	Adam C Paul	5.10	Analyze warrant agreement (3.3); prepare for and participate in conference with client re same (1.2); analyze and revise supplemental designation of record (.6).
4/5/2011	Brad Weiland	4.20	Prepare and revise memorandum re consummation issues (1.1); research and analyze consummation and confirmation issues (2.8); correspond re same (.3).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
4/5/2011	John Donley	6.00	Confer with A. Paul re security issue and legal issues re plan resolution options (.9); confer and correspond with J. Baer re same issues (.4); review research and analyze same issues (1.0); review and revise 4/5 pleading and counterdesignation for district court appeal (.5); correspond with L. Esayan, D. Boll and A. Paul re same (.4); prepare for client conference re legal issues affecting plan/case resolution (.5); weekly client strategy conference re overall case and appeal issues (1.5); confer with A. Frankel, R. Wyron, M. Shelnitz, R. Finke, A. Paul and J. Baer re current case strategy and resolution issues (.4); review research re waiver and burden of proof (.4).
4/5/2011	Lisa G Esayan	1.80	Review and revise plan proponents' notice re counter-designations for confirmation appeals (.3); review and revise K. Love's draft counter-designations and add designations (.5); work on BNSF appeal issues (1.0).
4/5/2011	Gayle M Lodygowski	.50	Prepare and transmit daily docket updates.
4/5/2011	James H M Sprayregen, P.C.	.70	Attention to strategy and tactics re appeal.
4/6/2011	Megan M Kokontis	4.30	Confer with B. Weiland re research re channeling injunctions and definition of securities of debtor (.3); research re same (4.0).
4/6/2011	Kimberly K Love	8.80	Prepare and organize materials requested by J. Gettleman re Garlock including Garlock confirmation exhibits on disk (2.7); review files and obtain documents cited on joint record (5.3); revise and edit joint record (.8).
4/6/2011	Deanna D Boll	7.40	Confer with K. Love re court binders (.3); confer with J. O'Neill re same (.2); draft acknowledgment for confidential document database and edit same (1.8); confer with J. Donley re same (.1); draft appellee brief (5.0).
4/6/2011	Jeffrey Gettleman	.40	Correspond with K. Love re Garlock January 2011 closing argument (.1); correspond with K. Love re Garlock trial exhibits and transcript of witness examinations (.1); correspond with B. Weiland re additional research re warrant issues (.2).
4/6/2011	Adam C Paul	1.20	Confer with J. Donley re record and issues filed by MCC (.4); analyze appellate pleadings (.8).
4/6/2011	Britt C Grant	.20	Perform legal research re 524(g).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
4/6/2011	Brad Weiland	3.10	Research and analyze plan trust items (2.0); correspond re same (.3); confer with M. Kokontis re same (.8).
4/6/2011	John Donley	1.10	Further evaluation of appellate issues and MCC filing (1.0); correspond with L. Esayian re CNA appeal and mediation issues (.1).
4/6/2011	Lisa G Esayian	4.90	Correspond with R. Finke and J. Posner re Midland settlement issues (.3); follow-up conference with R. Finke re same (.4); correspond with R. Maniurski (Midland) re same (.2); correspond with various parties re issues re BNSF and Libby appeals of CNA settlement (1.0); work on BNSF and Anderson appeal issues (3.0).
4/6/2011	Gayle M Lodygowski	8.70	Prepare and organize documents added to revised joint appendix to appeal and update databases re joint appeal (5.8); update and transmit daily docket updates (1.7); update pleadings database re new docket entries (1.2).
4/7/2011	Megan M Kokontis	9.20	Research re bankruptcy code requirement that trust be funded with securities of the debtor and court approval of post effective date agreements (4.0); draft memorandum re same (3.6); revise memorandum re same (.5); review and analyze amended plan (.9); review and analyze recent material filings and draft summary re same (.2).
4/7/2011	Kimberly K Love	7.50	Review and obtain confirmation hearing transcript with argument by Garlock as requested by J. Gettleman (1.8); revise and update joint record with final JA bates numbers (3.7); prepare and organize FTP site to include documents cited on joint record (2.0).
4/7/2011	Deanna D Boll	5.10	Confer with J. Baer and A. Paul re acknowledgment of confidential documents (.3); confer with J. O'Neill re court requests (.3); draft appellee brief and review confirmation order and memorandum opinion for same (4.5).
4/7/2011	Jeffrey Gettleman	1.20	Correspond with A. Paul re status of research assignments (.1); confer with K. Love re Garlock examinations, cross-examinations and trial exhibits and review same (.3); confer with B. Weiland re equitable mootness and warrant issues research (.3); correspond with A. Paul re same (.1); review memoranda re equitable mootness re Sealed Air research issue (.4).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
4/7/2011	Adam C Paul	3.50	Analyze and revise confidentiality agreement (.8); correspond with D. Boll re same (.3); correspond with J. Gettleman re prepayments (.3); analyze warrant agreement (2.1).
4/7/2011	Brad Weiland	2.00	Research and analyze plan trust issues (1.0); draft and revise memorandum re same (.8); correspond re same (.2).
4/7/2011	John Donley	1.20	Analyze and outline case resolution issues (.8); confer with M. Shelnitz re same (.2); review recent pleadings and orders, including BNSF related 3d Circuit issues (.2).
4/7/2011	Lisa G Esayian	3.00	Provide comments to D. Boll re draft acknowledgement re confidential documents to be signed by all appellants (.4); work on analysis of BNSF appeal issues (2.0); correspond with D. Boll re issues re joint record for appeals (.6).
4/7/2011	Gayle M Lodygowski	6.90	Prepare and organize documents added to revised joint appendix to Court of Appeals brief (3.9); prepare and transmit daily docket updates (1.8); update pleadings database (1.2).
4/7/2011	James H M Sprayregen, P.C.	.50	Attention to strategy and tactics re appeal.
4/8/2011	Megan M Kokontis	3.50	Review and analyze recent material filings and draft summary re same (.1); research re warrants (2.0); revise memorandum re same (1.4).
4/8/2011	Kimberly K Love	6.80	Prepare final edits to joint appendix for filing (1.7); prepare stand alone index of Appellee's counter-designated exhibits (.8); revise joint record materials and Appellee's counter-designated documents to contain separate bates numbers (2.3); update FTP site with revised exhibits (2.0).
4/8/2011	Deanna D Boll	7.90	Review final designation of record and confer with K. Love and J. O'Neill re same (.7); confer with appellants re confidential documents and access to ftp site for joint record (.6); confer with J. Sakalo, D. Felder, and A. Rich re record issues (1.2); draft appellee brief statement of case (5.4).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
4/8/2011	Jeffrey Gettleman	2.00	Research re Sealed Air issues (.4); review plan terms re same (.2); legal research re same (.3); correspond with A. Paul re meeting to discuss Sealed Air (.1); review correspondence between J. Donley and B. Weiland re memorandum re prepayments to lenders (.3); review correspondence from J. Donley to B. Weiland re lender settlement issues (.1); review correspondence from J. Brooks re lender statement of issues on appeal (.1); review and revise memorandum re trust warrant issues (.5).
4/8/2011	Adam C Paul	5.60	Analyze and revise joint record (.6); correspond with J. Donley re confidentiality agreement (.3); analyze prepayment and warrant issues (2.7); analyze and revise PD settlement (1.6); correspond with L. Esayian and J. Baer re same (.4).
4/8/2011	Britt C Grant	.20	Correspond with J. Brooks re lender case background.
4/8/2011	Brad Weiland	4.30	Prepare and revise memorandum re plan trust issues (2.4); correspond and confer with M. Kokontis re same (.4); correspond potential settlement and consummation issues (.2); review and analyze J. Donley comments re memorandum re settlement and consummation items (.7); review and revise same (.6).
4/8/2011	John Donley	4.50	Review draft brief and correspondence from R. Higgins re Neutocrete litigation (.4); confer with J. O'Connell re joint index issue (.1); review and revise draft confidentiality agreement and correspond with D. Boll, A. Paul and J. Baer re same (.4); review research and analyze 524(g) issue relating to deferred payments (1.0); confer with A. Paul re same (.3); review research and analyze case resolution issues relating to Class 9 and other classes (1.5); confer with A. Paul re same (.2); review and analyze BNSF appellate issues (.6).
4/8/2011	Lisa G Esayian	3.40	Correspond with J. Donley and D. Boll re issues re counter-designations for appeals (.5); work on Maryland Casualty cross-appeal issues (1.0); work on BNSF appeal issues (1.9).
4/8/2011	James H M Sprayregen, P.C.	.50	Attention to strategy and tactics re appeal.
4/9/2011	Adam C Paul	3.20	Analyze payment of claims outside of plan and revise memorandum re same.



<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
4/10/2011	Jeffrey Gettleman	2.00	Review pleadings, trial transcript and exhibits re Garlock statement of issues on appeal (1.8); correspond with L. Esayian re same (.1); correspond with J. Donley re Garlock statement of issues on appeal (.1).
4/10/2011	Adam C Paul	2.90	Analyze and revise memorandum re warrant and lender claims.
4/11/2011	Megan M Kokontis	3.80	Review and analyze recent material filings and draft summary re same (.2); research and revise memorandum re unsecured lenders (2.6); research and revise memorandum re warrants (1.0).
4/11/2011	Deanna D Boll	7.30	Analyze case law re issues related to MCC cross-appeal per L. Esayian (.7); confer with L. Esayian and J. Gettleman re Garlock issues (.1); confer with appellants re confidential documents (.8); draft appellee brief and review confirmation order and memorandum opinion in connection with same (5.7).
4/11/2011	Jeffrey Gettleman	.60	Review correspondence from B. Weiland to A. Paul with final draft of warrant memorandum (.2); review Thorpe appellate brief re equitable mootness (.4).
4/11/2011	Adam C Paul	5.70	Analyze lender issues on appeal (.6); analyze warrant issues (1.1); analyze Canadian settlement approval (.4); confer with M. Shelnitz re warrant (1.3); prepare for same (1.1); analyze Sealed Air contribution (1.2).
4/11/2011	Britt C Grant	1.00	Perform legal research re section 524(g) (.7); correspond with J. Brooks and N. Kritzer re same (.3).
4/11/2011	Brad Weiland	1.80	Review and revise memorandum re potential consummation issues (1.4); correspond and confer with M. Kokontis re memorandum re same (.4).
4/11/2011	John Donley	5.00	Review research and analyze confidential transactional issue (1.4); review research and analyze confidential effective date issues (1.2); confer and correspond with A. Paul re same (.5); correspond with J. Baer re same (.1); confer with M. Shelnitz, J. O'Connell and A. Paul re above strategic issues (1.4); confer with D. Boll re appellate briefing (.3); review omnibus agenda and correspond with J. Baer and J. O'Neill re same (.1).
4/11/2011	Lisa G Esayian	3.00	Correspond with ACC's and FCR's counsel re various potential insurance settlements (.5); finalize memorandum re BNSF appeal issues and correspond with J. Donley re same (2.5).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
4/12/2011	Megan M Kokontis	.90	Review and revise memorandum re plan issues and research re same.
4/12/2011	Deanna D Boll	5.90	Prepare revised designation notice and confer with J. Donley, J. O'Neill, and co-proponents re same (2.2); draft appellee brief (3.4); review Arrowood designation and confer with J. Donley re same (.3).
4/12/2011	Jeffrey Gettleman	.90	Review correspondence from J. Baer re April 18 hearing (.1); review correspondence between M. Kokontis, J. Donley and others re edits to lenders' memorandum (.2); correspond with A. Paul re Garlock statement of issues on appeal (.1); edit draft lender memorandum (.4); correspond with B. Weiland re same (.1).
4/12/2011	Adam C Paul	4.20	Analyze and revise joint record (1.4); correspond with D. Boll re same (.1); analyze Garlock issues on appeal (1.1); confer with J. Donley re payment of claims (.2); prepare for Sealed Air meeting (.8); confer with J. Donley re settlements (.6).
4/12/2011	Brad Weiland	3.10	Correspond with J. Gettleman and J. Donley re consummation of the plan (.4); review and analyze memo comments re same (.3); review and revise memorandum re same (2.2); discuss same with M. Kokontis (.2).
4/12/2011	John Donley	5.10	Review and revise draft Weiland memorandum re case resolution options and draft correspondence to B. Weiland, M. Kokontis and A. Paul re follow-up items and edits (1.6); review and analyze precedent re same, including 105 and 363 issues (2.2); review MCC cross-appeal (.1), analyze objections to same (.2); review relevant precedent (.3); correspond with C. Landau and team re next steps and options (.2); review joint index supplemental pleading and confer and correspond with D. Boll re same (.3); correspond with L. Esayan, A. Paul and D. Boll re Arrowood designation (.2).
4/12/2011	Lisa G Esayan	1.80	Correspond with various parties re issues re remaining unsettled insurers (.7); review Arrowood's counter-designations re confirmation appeal (.3); compare to joint record (.7); correspond with J. Donley re same (.1).
4/12/2011	Gayle M Lodygowski	5.70	Prepare and organize materials and documents requested by R. Higgins (4.3); prepare and transmit daily docket updates (1.2); update pleadings databases (.2).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
4/12/2011	James H M Sprayregen, P.C.	.50	Attention to strategy and tactics re appeal.
4/13/2011	Nate Kritzer	.20	Correspond with B. Grant re 524(g) issues on appeal.
4/13/2011	Megan M Kokontis	1.30	Review and analyze recent material filings and draft summary re same (.2); revise memorandum re plan confirmation issues and correspond with working group re same (1.1).
4/13/2011	Kimberly K Love	5.80	Assist various parties and appellants with FTP site (1.0); assist with collection of hyperlinked briefs per J. Brooks request (.8); assist with the identification of materials requested by R. Higgins (1.4); prepare and organize Court Call information and confirmations for various attorneys (1.6); prepare and organize materials re CNA per J. Gettleman request (1.0).
4/13/2011	Deanna D Boll	8.20	Draft appellee brief re good faith and feasibility arguments.
4/13/2011	Jeffrey Gettleman	1.30	Review correspondence from A. Paul and B. Weiland re edits to lender memorandum (.4); correspond with K. Love re transcript for CNA settlement hearing (.1); review correspondence from B. Weiland re same (.1); review and analyze January 10, 2011 hearing transcript re Garlock standing issue (.4); correspond with A. Paul re same (.1); review correspondence from J. Donley and A. Paul re revised lender memorandum (.2).
4/13/2011	Adam C Paul	6.20	Analyze and revise claim objections (1.7); prepare for Sealed Air meeting (2.1); analyze prepayment memorandum (1.3); confer with J. Donley re Arrowood designation (.4); analyze Arrowood designation (.7).
4/13/2011	Britt C Grant	.30	Confer with N. Kritzer re 524(g) issues.
4/13/2011	Brad Weiland	3.50	Prepare and revise memorandum re consummation of the plan (3.2); correspond with J. Gettleman and J. Donley re same (.3).
4/13/2011	John Donley	4.10	Review various recent pleadings and review and analyze Arrowood and MCC appellate filings (.3); correspond with M. Shelnitz re same (.1); continue analysis of strategic and legal issues relating to case resolution (1.4); review and edit draft memorandum re same (.7); work on appeal outlines (1.6).
4/13/2011	Lisa G Esayian	1.50	Work on issues re appeals of CNA settlement (1.0); correspond with ACC's and FCR's counsel re same (.5).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
4/13/2011	Gayle M Lodygowski	1.00	Prepare and transmit daily docket updates (.8); update pleadings databases (.2).
4/14/2011	Deanna D Boll	7.70	Edit and revise draft appellee brief and review pre- and post-trial briefs for arguments related to same.
4/14/2011	Adam C Paul	2.90	Analyze and revise memo re payments to creditors (.6); correspond with J. Donley and M. Shelnitz re same (.4); analyze appellate briefing (.7); prepare for Sealed Air meeting (1.2).
4/14/2011	John Donley	2.00	Work on bank lender appeals (1.2); analyze Sealed Air plan confirmation issues (.8).
4/14/2011	Lisa G Esayan	.50	Respond to questions from various settled insurers' counsel re timing of appeals and potential effective date.
4/14/2011	Gayle M Lodygowski	2.00	Prepare and organize documents and materials requested by J. Baer.
4/15/2011	Megan M Kokontis	.30	Review and analyze recent material filings and draft summary re same.
4/15/2011	Deanna D Boll	7.80	Edit and revise appellee brief and confer with J. Brooks re lender brief.
4/15/2011	Jeffrey Gettleman	7.20	Legal research re bonds on bankruptcy appeals, equitable mootness and related issues (2.2); draft, review and revise memorandum re appellate issues (4.8); correspond with A. Paul re appellate issues memorandum (.2).
4/15/2011	Adam C Paul	2.30	Analyze recently filed pleadings (.7); prepare for Sealed Air meeting (.6); correspond with J. Donley re appellate strategy and Sealed Air meeting (.4); analyze appellate briefing (.6).
4/15/2011	John Donley	1.40	Continue analysis and outlining of strategic case resolution options (1.2); correspond with A. Paul re same (.2).
4/15/2011	Gayle M Lodygowski	1.00	Organize and transmit documents requested by E. Butts.
4/16/2011	Deanna D Boll	6.20	Edit and revise appellee brief draft statement of case.
4/16/2011	Jeffrey Gettleman	.10	Correspond with A. Paul re appellate issues.
4/17/2011	Jeffrey Gettleman	.10	Correspond with B. Weiland re legal research re appellate issues.
4/17/2011	Adam C Paul	1.70	Confer with J. Donley re Sealed Air meeting (.7); prepare for same (.4); analyze appellate briefing (.6).
4/17/2011	Brad Weiland	1.10	Research recent decisions and state of law re ability to raise issues on appeal.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
4/17/2011	John Donley	.30	Confer with A. Paul re effective date issues.
4/18/2011	Deanna D Boll	3.30	Edit appellee brief nature of the case section.
4/18/2011	Tyler D Mace	6.00	Review disclosure statement, bankruptcy plan and supporting briefs for work on Libby-related appellate arguments.
4/18/2011	Adam C Paul	8.80	Confer with M. Shelnitz re Sealed Air (1.2); analyze appellate briefing responsibilities (1.4); correspond with J. Donley re same (.7); prepare for Sealed Air meeting (3.7); analyze issues on appeal (.8); confer with ACC and FCR re same and briefing (.7); review correspondence from Pachulski re cross-appeal (.3).
4/18/2011	John Donley	4.80	Prepare cross-appellee correspondence to District Court and correspond with K. Majkowski and J. Baer re same (.3); work on analysis and outlining of case resolution issues (1.0); confer and correspond with A. Paul re same (.4); prepare for New York conference and outline points and arguments (1.0); strategic conference with M. Shelnitz, R. Finke, J. Baer and A. Paul (1.0); strategy conference with R. Frankel, R. Wyron, M. Shelnitz, A. Paul and J. Baer re appeal and case resolution issues (.6); review lender appeal briefing (.4); confer with R. Cobb re briefing issue (.1).
4/18/2011	Lisa G Esayian	2.00	Correspond with J. McElhenney at Grace and B. Horkovich re insurance proceeds account (.4); confer with J. Donley re various appellants' issues and expected briefs (.4); work on Anderson Memorial appeal issues (1.2).
4/18/2011	Gayle M Lodygowski	1.50	Prepare and transmit daily docket updates (1.0); update pleadings database (.5).
4/19/2011	Megan M Kokontis	.30	Review and analyze recent material filings and draft summary re same.
4/19/2011	Kimberly K Love	4.90	Prepare and organize information re Rust and BMC as requested by J. Gettleman (1.0); assist various parties with access to FTP site (1.5); prepare and organize materials re joint record for inclusion in case files (2.4).
4/19/2011	Tyler D Mace	4.10	Review plan and opposition filings for work on Libby appellate issues.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
4/19/2011	Jeffrey Gettleman	.50	Review correspondence from B. Weiland re Edwards v. Edmondson eighth circuit opinion (.1); correspond with A. Paul re same (.1); correspond with A. Paul and J. Armington re additional equitable mootness research (.2); correspond with A. Paul re analysis of appeal bond (.1).
4/19/2011	Adam C Paul	7.80	Prepare for Sealed Air meeting (6.9); analyze list of possible objecting parties (.9).
4/19/2011	Brad Weiland	.50	Research and analyze confirmation appellate items.
4/19/2011	John Donley	5.40	Review, analyze and outline PI Trust, PD Trust and plan issues re Sealed Air in preparation for conference (2.8); same for various appeal issues and various appeal and settlement scenarios (2.6).
4/19/2011	Lisa G Esayian	1.30	Work on issues re Libby and BNSF appeals of CNA settlement.
4/20/2011	Kimberly K Love	5.80	Assist various parties with access to FTP site (1.4); review files for notices of intent to be forwarded to client (1.0); prepare and organize materials to be forwarded to J. Gettleman re post-trial briefs (2.4); prepare and organize recently received materials for inclusion into case files (1.0).
4/20/2011	Tyler D Mace	3.20	Review plan of reorganization objections and Libby trial briefs for analysis of Libby-related appellate issues.
4/20/2011	Jeffrey Gettleman	1.40	Confer with A. Paul and J. Baer re company emergence issues (.2); confer with S. Gross re same (.2); review correspondence from S. Gross to A. Paul re same (.1); review correspondence from R. Higgins re "emergence" issues (.1); confer with S. Gross re same (.1); review correspondence from A. Paul re precedential press releases re emergence from bankruptcy (.1); review correspondence from S. Gross re precedential exit press releases (.1); confer and correspond with R. Higgins re same (.4); correspond with S. Gross re precedential equitable mootness pleadings (.1).
4/20/2011	Adam C Paul	8.20	Prepare for Sealed Air meeting (3.2); confer with client re same (.8); meet with Skadden re Sealed Air (1.0); analyze effective date of the plan (2.8); confer with client re same (.4).
4/20/2011	Samuel M Gross	3.80	Legal research re emergence from bankruptcy (2.3); draft summary re same (.8); confer with J. Gettleman re same (.1); research re exit process precedent (.6).